

**UNITED STATES DISTRICT COURT  
FOR THE DISTRICT OF PUERTO RICO**

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<i>In re</i>	:
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THE FINANCIAL OVERSIGHT AND	: PROMESA
MANAGEMENT BOARD FOR PUERTO RICO,	: Title III
	:
as representative of	:
	: Case No. 17-BK-3283 (LTS)
	:
THE COMMONWEALTH OF PUERTO RICO,	: (Jointly Administered)
<i>et al.</i> , <sup>1</sup>	:
	:
Debtors.	:

	X
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<i>In re</i>	:
	:
THE FINANCIAL OVERSIGHT AND	PROMESA
MANAGEMENT BOARD FOR PUERTO RICO,	Title III
	:
	:
as representative of	Case No. 17-BK-04780 (LTS)
	:
PUERTO RICO ELECTRIC POWER	Court Filing Relates Only to PREPA
AUTHORITY (PREPA),	:
	:
	:
Debtor.	:

**URGENT JOINT MOTION FOR ORDER MODIFYING  
BRIEFING SCHEDULE IN CONNECTION WITH URGENT  
MOTION TO COMPEL DISCOVERY RESPONSES IN CONNECTION  
WITH PREPA RSA SETTLEMENT MOTION**

The Debtors in these Title III cases, along with each Debtor's respective Title III case number listed as a bankruptcy case number and the last four (4) digits of each Debtor's federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17 BK 3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation ("COFINA") (Bankruptcy Case No. 17 BK 3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority ("HTA") (Bankruptcy Case No. 17 BK 3567-LTS) (Last Four Digits of Federal Tax ID: 3808); (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico ("ERS") (Bankruptcy Case No. 17 BK 3566-LTS) (Last Four Digits of Federal Tax ID: 9686); and (v) Puerto Rico Electric Power Authority ("PREPA") (Bankruptcy Case No. 17 BK 4780-LTS) (Last Four Digits of Federal Tax ID: 3747).

To the Honorable United States Magistrate Judge Judith Gail Dein:

Cortland Capital Market Services LLC (“Cortland” or the “Agent”), as successor administrative agent for lenders under the Credit Agreement, dated as of May 4, 2012, among PREPA, Scotiabank, and the lenders party thereto (as amended, the “Scotiabank Credit Agreement”), and SOLA LTD, Solus Opportunities Fund 5 LP, Ultra Master LTD and Ultra NB LLC (collectively, “Solus”), as lenders to PREPA under the Trade Finance Facility Agreement, dated as of July 20, 2012, among PREPA and Citibank, N.A., as predecessor to the existing lenders thereunder (as amended, the “Citibank Credit Agreement,” together with the Scotiabank Credit Agreement, the “Fuel Lines”), together with the Financial Oversight and Management Board for Puerto Rico (the “Oversight Board”) and in its capacity as representative of the Puerto Rico Electric Power Authority (“PREPA” or the “Debtor”), pursuant to section 315(b) of the Puerto Rico Oversight, Management, and Economic Stability Act (“PROMESA”), the Puerto Rico Fiscal Agency and Advisory Authority (“AAFAF”) (collectively, the “Government Parties”) respectfully submit this Urgent Motion requesting an extension of the deadline set forth in this Court’s August 5, 2019 Order [Dkt. No. 1564].

### **JURISDICTION AND VENUE**

1. The United States District Court for the District of Puerto Rico (the “Court”) has subject-matter jurisdiction over this matter pursuant to PROMESA § 306(a). Venue is proper subject to PROMESA § 307(a).

### **RELIEF REQUESTED**

2. On August 2, 2019, Cortland and Solus filed the Urgent Motion to Compel Discovery Responses in Connection with RSA Settlement Motion [Dkt. No. 1557] (the “Motion to Compel”). On August 5, 2019, the Court entered an Order directing that any response to the

Motion to Compel be filed on or before August 9, 2019, and that any reply shall be filed on or before August 14, 2019. *See* Dkt. No. 1564.

3. On August 9, 2019, the Government Parties filed their Joint Opposition to the Motion to Compel. *See* Dkt. No. 1580.

4. Since the Motion to Compel was filed, Cortland, Solus and the Government Parties have had productive discussions working toward a potential resolution, or at least a narrowing, of their disputes regarding Cortland and Solus's discovery requests. In particular, Cortland and Solus are close to agreement as to document productions with the Oversight Board, and have agreed to defer any dispute as to a deposition until after the Oversight Board has completed its document productions.

5. In order to allow Cortland, Solus, PREPA and AAFAF more time to continue their discussions, Cortland, Solus and the Government Parties seek the entry of the attached Proposed Order extending the time for Cortland and Solus to file their reply to August 19, 2019.

6. The parties further request that the reply deadline of the Official Committee of Unsecured Creditors, which filed a joinder in the Motion to Compel, also be extended to August 19, 2019.

#### **CERTIFICATION**

7. Pursuant to Local Rule 9013-1 and paragraph I.H of the Case Management Procedures, Cortland and Solus hereby certify that they have (a) carefully examined the matter and concluded that there is a true need for an urgent motion; (b) not created the urgency through a lack of due diligence; (c) made a bona fide effort to resolve the matter without a hearing; (d) made reasonable, good faith communications in an effort to resolve or narrow the issues being brought to the court; and (e) conferred with the Government Parties, who do not oppose the relief requested herein.

**CONCLUSION**

8. For the foregoing reasons, the Cortland, Solus and the Government Parties respectfully request that the Court enter the Proposed Order appended hereto.

Dated: August 14, 2019

Respectfully submitted,

/s/ Nayuan Zouairabani

Nayuan Zouairabani  
USDC-PR No. 226411  
MCCONNELL VALDÉS LLC  
270 Muñoz Rivera Avenue, Suite 7  
Hato Rey, Puerto Rico 00918  
P.O. Box 364225  
San Juan, Puerto Rico 00936-4225  
Telephone: (787) 250-5604  
Facsimile: (787) 759-9225  
Email: nzt@mcvpr.com

/s/ Emil A. Kleinhaus

Richard G. Mason (admitted *pro hac vice*)  
Amy R. Wolf (admitted *pro hac vice*)  
John F. Lynch (admitted *pro hac vice*)  
Emil A. Kleinhaus (admitted *pro hac vice*)  
Angela K. Herring (admitted *pro hac vice*)  
WACHTELL, LIPTON, ROSEN & KATZ  
51 West 52nd Street  
New York, New York 10019  
Telephone: (212) 403-1000  
Facsimile: (212) 403-2000  
Email: rgmason@wlrk.com  
arwolf@wlrk.com  
jlynch@wlrk.com  
eakleinhaus@wlrk.com  
akherring@wlrk.com

*Attorneys for Cortland Capital Market  
Services LLC, as Administrative Agent*

/s/ Jose L. Ramirez-Coll

Jose L. Ramirez-Coll  
USDC-PR No. 221702  
ANTONETTI, MONTALVO  
& RAMIREZ-COLL  
1225 Ponce de Leon Avenue  
San Juan, Puerto Rico 00907  
Telephone: (787) 977-0303  
Facsimile: (787) 977-0323  
Email: jramirez@amrclaw.com

/s/ Bryce L. Friedman

Bryce L. Friedman (admitted *pro hac vice*)  
Nicholas Baker (admitted *pro hac vice*)  
Sarah E. Phillips (admitted *pro hac vice*)  
SIMPSON THACHER & BARTLETT LLP  
425 Lexington Avenue  
New York, New York 10017  
Telephone: (212) 455-2000  
Facsimile: (212) 455-2502  
Email: bfriedman@stblaw.com  
nbaker@stblaw.com  
sarah.phillips@stblaw.com

*Attorneys for SOLA LTD, Solus Opportunities  
Fund 5 LP, Ultra Master LTD and Ultra NB  
LLC*

**PROSKAUER ROSE, LLP**

/s/ Margaret A. Dale

Martin J. Bienenstock  
Ehud Barak  
Margaret A. Dale  
Gregg M. Mashberg  
Eleven Times Square  
New York, NY 10036-8299  
Tel: (212) 969-3000  
Fax: (212) 969-2900  
mbienenstock@proskauer.com  
ebarak@proskauer.com  
mdale@proskauer.com  
gmashberg@proskauer.com

-and-

Paul V. Possinger  
70 W. Madison St., Suite 3800  
Chicago, IL 60602  
Tel: (312) 962-3550  
Fax: (312) 962-3551  
ppossinger@proskauer.com

-and-

**DEL VALLE EMMANUELLI LAW  
OFFICES**

Luis F. del Valle Emmanuelli  
PO Box 79897  
Carolina, PR 00984-9897  
Tel: (787) 977-1932  
Fax: (787) 722-1932  
dvelawoffices@gmail.com

*Attorneys for The Financial Oversight  
and Management Board for Puerto Rico,  
as representative of The Commonwealth  
of Puerto Rico and the Puerto Rico  
Electric Power Authority*

**O'MELVENY & MYERS LLP**

/s/ Elizabeth L. McKeen

John J. Rapisardi  
Nancy A. Mitchell  
7 Times Square  
New York, NY 10036  
Telephone: (212) 326-2000  
Facsimile: (212) 326-2061  
Email: jrapisardi@omm.com  
nmitchell@omm.com

-and-

Peter Friedman  
1625 Eye Street, NW  
Washington, DC 20006  
Telephone: (202) 383-5300  
Facsimile: (202) 383-5414  
Email: pfriedman@omm.com

-and-

Elizabeth L. McKeen  
Ashley M. Pavel  
610 Newport Center Drive, 17th Floor  
Newport Beach, CA 92660  
Telephone: (949) 823-6900  
Facsimile: (949) 823-6994  
Email: emckeen@omm.com  
apavel@omm.com

*Attorneys for the Puerto Rico Fiscal  
Agency and Financial Advisory  
Authority and Puerto Rico Electric Power  
Authority*

**MARINI PIETRANTONI MUÑIZ LLC**

/s/ Luis C. Marini-Biaggi

Luis C. Marini-Biaggi

USDC No. 222301

Carolina Velaz-Rivero

USDC No. 300913

250 Ponce de León Ave., Suite 900

San Juan, Puerto Rico 00918

Tel: (787) 705-2171

Fax: (787) 936-7494

*Co-Attorneys for the Puerto Rico Fiscal  
Agency and Financial Advisory Authority and  
Puerto Rico Electric Power Authority*

**UNITED STATES DISTRICT COURT  
FOR THE DISTRICT OF PUERTO RICO**

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*In re* :  
: PROMESA  
THE FINANCIAL OVERSIGHT AND : Title III  
MANAGEMENT BOARD FOR PUERTO RICO, :  
:  
as representative of : Case No. 17-BK-3283 (LTS)  
:  
THE COMMONWEALTH OF PUERTO RICO, : (Jointly Administered)  
*et al.*,<sup>1</sup> :  
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Debtors. :  
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:  
*In re* :  
: PROMESA  
THE FINANCIAL OVERSIGHT AND : Title III  
MANAGEMENT BOARD FOR PUERTO RICO, :  
:  
as representative of : Case No. 17-BK-04780 (LTS)  
:  
PUERTO RICO ELECTRIC POWER :  
AUTHORITY (PREPA), :  
:  
Debtor. :  
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**[PROPOSED] ORDER GRANTING JOINT URGENT MOTION FOR ORDER  
MODIFYING BRIEFING SCHEDULE IN CONNECTION WITH  
URGENT MOTION TO COMPEL DISCOVERY RESPONSES IN  
CONNECTION WITH PREPA RSA SETTLEMENT MOTION**

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<sup>1</sup> The Debtors in these Title III cases, along with each Debtor's respective Title III case number listed as a bankruptcy case number and the last four (4) digits of each Debtor's federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17 BK 3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation ("COFINA") (Bankruptcy Case No. 17 BK 3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority ("HTA") (Bankruptcy Case No. 17 BK 3567-LTS) (Last Four Digits of Federal Tax ID: 3808); (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico ("ERS") (Bankruptcy Case No. 17 BK 3566-LTS) (Last Four Digits of Federal Tax ID: 9686); and (v) Puerto Rico Electric Power Authority ("PREPA") (Bankruptcy Case No. 17 BK 4780-LTS) (Last Four Digits of Federal Tax ID: 3747).

Upon consideration of the *Joint Urgent Motion for Order Modifying Briefing Schedule in Connection with Urgent Motion to Compel Discovery Responses in Connection with PREPA RSA Settlement Motion* (the “Motion”),<sup>2</sup> filed on August 14, 2019, and it appearing that (i) the Court has subject matter jurisdiction over this Motion pursuant to 28 U.S.C. § 1331 and 48 U.S.C. § 2166(a); (ii) venue of this proceeding and the Motion is proper under 28 U.S.C. § 1391(b) and 48 U.S.C. § 2167(a); (iii) notice of the Motion was adequate and proper under the circumstances and no further or other notice need be given; and after due deliberation and sufficient cause appearing therefor, the Court concludes that Cortland, Solus and the Government Parties have satisfied the requirements for an order modifying the briefing schedule on the Motion to Compel,

IT IS HEREBY ORDERED THAT:

1. The Motion is GRANTED to the extent set forth herein.
2. Cortland and Solus’s reply and the Committee’s reply shall be due on August 19, 2019.

Dated: \_\_\_\_\_, 2019

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Honorable Judith G. Dein  
United States Magistrate Judge

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<sup>2</sup> Capitalized terms not defined have the meanings given in the Motion.